

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

RESIDENTIAL CAPITAL, LLC, *et al.*,

Debtors.

Case No. 12-12020 (MG)

Chapter 11

Jointly Administered

**DECLARATION OF LaSHANN M. DeARCY IN SUPPORT OF
DEBTORS' OPPOSITION TO MOTION TO
PRECLUDE THE TESTIMONY OF JAMES WHITLINGER**

I, LaSHANN M. DeARCY, declare:

1. I am a member of the Bar of the State of New York and admitted to practice before this Court. I am an attorney at the law firm Morrison & Foerster LLP, counsel for Residential Capital, LLC and its affiliated debtors and debtors-in-possession.
2. I submit this declaration in support of Debtors' Opposition to Motion to Preclude the Testimony of James Whitlinger, and to put before the Court documents referred to therein.
3. Attached hereto as Exhibit 1 is a true and correct copy of excerpts from the Transcript of Hearing *In re: Residential Capital, LLC, et al.*, No. 12-12020 (MG) (Bankr. S.D.N.Y.), dated March 1, 2013.
4. Attached hereto as Exhibit 2 is a true and correct copy of excerpts from the Transcript of Hearing *In re: Residential Capital, LLC, et al.*, No. 12-12020 (MG) (Bankr. S.D.N.Y.), dated October 4, 2012.
5. Attached hereto as Exhibit 3 is a true and correct copy of excerpts from the November 15, 2012 Deposition of James Whitlinger.

I declare under penalty of perjury that, to the best of my knowledge, the foregoing is true and correct.

Executed on this 14th day of May, 2013 at New York, New York.

By: /s/ LaShann M. DeArcy
LaShann M. DeArcy

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